



UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY

**TRENK, DiPASQUALE,
DELLA FERA & SODONO, P.C.**
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Anthony Sodono, III
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*Counsel to RCC Consultants, Inc.,
Debtor and Debtor-in-Possession*

Order Filed on May 30, 2015
by Clerk
U.S. Bankruptcy Court
District of New Jersey

In re:

RCC CONSULTANTS, INC.,
Debtor.

Chapter 11

Case No. 15-18274 (MBK)

SECOND INTERIM ORDER AUTHORIZING USE OF CASH COLLATERAL

The relief set forth on the following pages, numbered two (2) through five (5), is hereby

ORDERED.

DATED: May 30, 2015

A handwritten signature in black ink, appearing to read "Michael B. Kaplan".

Honorable Michael B. Kaplan
United States Bankruptcy Judge

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Debtor: RCC Consultants, Inc.
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Caption of Order: Second Interim Order Authorizing Use of Cash Collateral

THIS MATTER having been originally before the Court on motion of RCC Consultants, Inc. ("Debtor"), for authority to use cash collateral on a continued basis pursuant to Title 11 of the United States Code (the "Bankruptcy Code") sections 105, 363(c)(2)(B), 363(e), and 507(b), and Rule 4001(b) of the Federal Rules of Bankruptcy Procedure (the "Motion"). Notice of the Motion together with notice of the preliminary hearing thereon has been given and served by the Debtor to (i) the Office of the United States Trustee for the District of New Jersey; (ii) the Debtor's twenty largest unsecured creditors; (iii) all secured creditors (specifically, TD Bank, N.A.; TD Equipment Finance, Inc.; Dell Financial Services L.L.C.; GreatAmerica Financial Services Corporation; and Ascentium Capital, L.L.C.); (iv) parties who filed a notice of appearance and request for service of pleadings in this Chapter 11 case pursuant to Bankruptcy Rule 2002, if any; and (v) any other parties claiming an interest in the cash collateral, if any. The Debtor and TD Bank, N.A. ("TD Bank"), have agreed to extend cash collateral up through and including June 12, 2015, on the terms and conditions set forth herein and on those as set forth in the *Interim Order Authorizing Use of Cash Collateral* (Doc. No. 30) entered on May 11, 2015 (the "Initial Order").

The Court having determined there is a reasonable likelihood that the Debtor will prevail upon the merits at the final hearing of the Motion as required by Section 363(c)(3) of the Bankruptcy Code; and for good cause shown;

IT IS ORDERED as follows:

1. Except as modified herein, the Initial Order remains in full force and effect.

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2. Use of Cash Collateral. TD Bank consents, and the Debtor is authorized, for the periods and in accordance with the cash collateral budget attached as Exhibit A to use cash collateral up to and including June 12, 2015, for the following purposes:

- a. Maintenance and preservation of its assets;
- b. the continued operation of its business including, but not limited to, paying payroll, payroll taxes, employee expenses, and insurance costs;
- c. the completion of work-in-progress; and
- d. the purchase of replacement inventory.

3. Periodic Payments. On or before June 5, 2015, Debtor shall pay to TD Bank the sum of \$12,000.00 which shall be applied to post-petition interest, attorneys' fees and costs, and then to principal. All parties reserve all rights with respect to further periodic payments.

4. The Debtor agrees and acknowledges the validity, extent, and priority of TD Bank's loan, its loan documents, and its debt as evidenced by the proof of claim filed by TD Bank.

FINAL HEARING ORDER

IT IS FURTHER ORDERED AND NOTICE IS HEREBY GIVEN that notice of a Final Hearing was provided to (i) the Office of the United States Trustee for the District of New Jersey; (ii) the Debtor's twenty largest unsecured creditors; (iii) all secured creditors (specifically, TD Bank, N.A.; TD Equipment Finance, Inc.; Dell Financial Services L.L.C.; GreatAmerica Financial Services Corporation; and Ascentium Capital, L.L.C.); (iv) parties who filed a notice of appearance and request for service of pleadings in this Chapter 11 case pursuant to Bankruptcy Rule 2002, if any; and (v) any other parties claiming an interest in the cash

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collateral, if any, and such hearing was held on May 27, 2015, before the Honorable Michael B. Kaplan, United States Bankruptcy Judge. Blue Cross/Blue Shield and TD Bank, by and through their counsel, objected to continued use of cash collateral on an interim basis. The Debtor, TD Bank, and Blue Cross/Blue Shield having amicably worked an extension to use cash collateral as set forth in this order, until June 12, 2015. The Court shall continue the cash collateral hearing until June 12, 2015, at 11:00 a.m., and objections, if any, shall be due June ___, 2015.

NOTICE ORDER

IT IS FURTHER ORDERED that the Debtor serve a copy of this Order and notice by first class mail within one (1) business day from the date hereof on (i) the Office of the United States Trustee for the District of New Jersey; (ii) the Debtor's twenty largest unsecured creditors; (iii) all secured creditors (specifically TD Bank, N.A.; TD Equipment Finance, Inc.; Dell Financial Services L.L.C.; GreatAmerica Financial Services Corporation; and Ascentium Capital, L.L.C.); (iv) those parties who filed a notice of appearance and request for service of pleadings in this Chapter 11 Case pursuant to Bankruptcy Rule 2002, if any; and (v) any other parties claiming an interest in the cash collateral, if any. The Debtor shall immediately file with the Clerk a Certificate of Service of said mailing.

CONSENTS APPENDED HERETO:

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The undersigned hereby consent to the form and entry of the within order:

TRENK, DiPASQUALE, DELLA FERA & SODONO, P.C.
Attorneys for Debtor, RCC Consultants, Inc.

By: /s/ Anthony Sodono, III
Anthony Sodono, III

Dated: May 29, 2015

STARK & STARK
Attorneys for TD Bank, N.A.

By: /s/ Timothy P. Duggan
Timothy P. Duggan

Dated: May 29, 2015

4821-4349-9811, v. 1

RCC Consultants, Inc.		Post Petition Collections /Payments												
	Week Ending	thru 5/21	5/15/15	5/22/15	5/29/15	6/5/15	6/12/15	6/19/15	6/26/15	7/3/15	7/10/15	7/17/15	7/24/15	7/31/15
Collections														
Collections	249,667	130,476	121,502	200,000	200,000	170,000	250,000	180,000	180,000	175,000	200,000	225,000	175,000	150,000
Budget	200,000	200,000	200,000	200,000	200,000	200,000	200,000	200,000	200,000	200,000	200,000	200,000	200,000	200,000
Budget vs. Actual	49,667	(69,524)	(78,498)											
Payments														
Rent														
Professional fees														
Subcontractor fees														
Corp. insurance														
Employee & travel														
Office expense														
TD Bank interest	1,150	3,318	4,352	5,000	5,000	10,000	12,000	10,000	10,000	12,000	12,000	12,000	12,000	5,000
Lease expense														
Taxes and license fees														
TD Bank fees														
Prof fees-debtor's counsel														
United States Trustee														
Wages														
Medical insurance														
Dental insurance														
Disability/life insurance														
Employee paid insurance														
Total payments	1,150	374,378	469,000	469,000	469,000	22,000	365,000	14,025	432,000	12,000	330,000	26,025	347,000	50,000
Budget	-	422,000	38,366	475,472	10,000	340,000	24,000	407,000	12,000	320,000	26,025	347,000	50,000	
Budget vs. Actual	(1,150)	47,622	8,977											

last updated 5/22/15

Exhibit A